

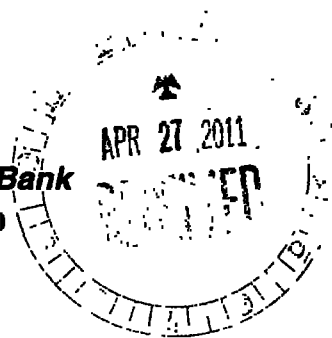
RECORDATION NO. 29757 FILED

APR 27 '11 -4 40 PM

SURFACE TRANSPORTATION BOARD

The Huntington National Bank

105 East Fourth Street, Suite 200
Cincinnati, OH 45202
513-762-1891; fax 877-343-5676



Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

April 26, 2011

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of April 20, 2011, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: **The Huntington National Bank**
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
737 Eleanor Industrial Park
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:
(74) 1975 Built three pocket Steel Open Top Hopper Railcars currently bearing the following reporting marks:

<u>Unit Initial</u>	<u>Unit Number</u>	<u>Unit Initial</u>	<u>Unit Number</u>	<u>Unit Initial</u>	<u>Unit Number</u>
AEPX	1583	COGX	7	COGX	81
AEPX	1872	COGX	10	COGX	86
AEPX	1656	COGX	11	COGX	88
AEPX	1961	COGX	13	COGX	92
AEPX	1565	COGX	17	COGX	93
AEPX	1832	COGX	24	COGX	103
AEPX	1592	COGX	25	COGX	104
AEPX	1835	COGX	26	COGX	106
AEPX	1555	COGX	27	COGX	112
AEPX	1965	COGX	31	COGX	113
AEPX	1940	COGX	41	COGX	114
AEPX	1845	COGX	47	COGX	115
AEPX	1502	COGX	49	COGX	118
AEPX	1742	COGX	50	COGX	119
AEPX	1856	COGX	53	COGX	124
AEPX	1545	COGX	56	COGX	126
AEPX	1973	COGX	58	COGX	135
AEPX	1524	COGX	61	COGX	137
AEPX	1627	COGX	62	COGX	139
AEPX	1935	COGX	65	COGX	141

AEPX	1660	COGX	69	COGX	143
AEPX	1963	COGX	70	COGX	146
AEPX	1875	COGX	71	COGX	147
AEPX	1974	COGX	74	COGX	148
		COGX	75	COGX	149

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,



Christine M. McIntosh
 Senior Sales Coordinator
The Huntington National Bank
 105 East 4th Street CN01
 Cincinnati, OH 45202
 Direct Line: (513) 762-1891
 Fax: (877) 343-5676
teena.mcintosh@Huntington.com

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MEMORANDUM OF LEASE

SUNFALL TRANSPORTATION BOARD

- 1.) Pursuant to that certain Master Lease Agreement dated October 14, 2009 and the related Financing Lease Schedule No. 6243.24 dated April 20, 2011 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".
- 2.) The addresses of the parties are as follows:

Lessor: **The Huntington National Bank**
 Equipment Finance Division
 105 East Fourth Street
 Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
 737 Eleanor Industrial Park
 Eleanor, WV 25070
- 3.) The term of the Lease is **Three Years** commencing on April 20, 2011 and will expire on April 20, 2014 unless otherwise extended or amended by the parties
- 4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of April 20, 2011.

The Huntington National Bank

By: Christine M. McIntosh
 Name: Christine M. McIntosh
 Title: Sales Coordinator

State of Ohio, County of Hamilton

On April 20, 2011 before me personally appeared Christine M. McIntosh, to me personally know, who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



SARA SIMPSON
 Notary Public, State of Ohio
 My Commission Expires 05-14-11

[Signature]
 Notary Public
 My commission expires 05-14-11

Rail Connection, Inc.

By: [Signature]
 Name: Christine M. McIntosh
 Title: Sales Coordinator

State of West Virginia, County of Putnam

On April 20, 2011 before me personally appeared Christine M. McIntosh, to me personally know, who being by my duly sworn says that he is Sales Coordinator of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Signature]
 Notary Public
 My commission expires April 26, 2011

**EXHIBIT A
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated April 20, 2011 between The Huntington National Bank "Lessor" and Rail Connection, Inc. "Lessee".

Quantity of Rail Cars: (74) Seventy Four

Description of Cars: (74) 1975 Built three pocket Steel Open Top Hopper Railcars currently bearing the following reporting marks:

<u>Unit Initial</u>	<u>Unit Number</u>	<u>Unit Initial</u>	<u>Unit Number</u>	<u>Unit Initial</u>	<u>Unit Number</u>
AEPX	1583	COGX	7	COGX	81
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WKL